

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
)	Chapter 11
)	
COMPUTE NORTH HOLDINGS, INC., <i>et al.</i> , ¹)	Case No. 22-90273 (MI)
)	
Debtors.)	(Jointly Administered)
)	Re: Docket No. 91

**NOTICE OF FILING OF REVISED
PROPOSED ORDER (A) APPROVING DE MINIMIS ASSET SALE
PROCEDURES; (B) APPROVING CERTAIN ASSUMPTION AND ASSIGNMENT
PROCEDURES AND THE FORM AND MANNER OF NOTICE THEREOF;
(C) AUTHORIZING THE DEBTORS TO ENTER INTO ASSET PURCHASE
AGREEMENTS WITH STALKING HORSE BIDDERS; AND (D) SCHEDULING A
FURTHER HEARING ON THE APPROVAL OF THE DEBTORS' PROPOSED
BIDDING PROCEDURES, REJECTION PROCEDURES, AND RELATED RELIEF**

PLEASE TAKE NOTICE THAT:

1. On September 26, 2022, the above-captioned debtors and debtors in possession (collectively, the "Debtors") filed the *Debtors Emergency Motion for Entry of (I) an Order (A) Approving De Minimis Asset Sale Procedures; (B) Approving Certain Bidding Procedures, Assumption, Assignment, and Rejection Procedures, and the Form and Manner of Notice Thereof; (C) Authorizing the Debtors to Enter into Asset Purchase Agreements with Stalking Horse Bidders; and (D) Scheduling a Hearing on the Approval of the Sale of the Debtors Assets Free and Clear of All Encumbrances as well as the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (II) an Order (A) Authorizing the Sale of the Debtors Assets*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Compute North Holdings, Inc. (4534); Compute North LLC (7185); CN Corpus Christi LLC (5551); CN Atoka LLC (4384); CN Big Spring LLC (4397); CN Colorado Bend LLC (4610); CN Developments LLC (2570); CN Equipment LLC (6885); CN King Mountain LLC (7190); CN Minden LLC (3722); CN Mining LLC (5223); CN Pledgor LLC (9871); Compute North Member LLC (8639); Compute North NC08 LLC (8069); Compute North NY09 LLC (5453); Compute North SD, LLC (1501); Compute North Texas LLC (1883); Compute North TX06 LLC (5921); and Compute North TX10 LLC (4238). The Debtors' service address for the purposes of these chapter 11 cases is 7575 Corporate Way, Eden Prairie, Minnesota 55344.

Free and Clear of all Encumbrances, (B) Approving Asset Purchase Agreements, (C) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (D) Waiving Stay Provisions Pursuant to Bankruptcy Rules 6004(H) and 6006(D) [Docket No. 91] (the “Bid Procedures Motion”).

2. Attached to the Bid Procedures Motion as Exhibit A was a proposed form of order (the “Initial Proposed Order”).

3. The Debtors hereby file a revised proposed order seeking approval of certain of the relief requested in the Bid Procedures Motion, attached hereto as Exhibit A (the “Revised Proposed Order”), which incorporates changes in response to certain informal comments received from the U.S. Trustee and other parties, and responses to certain objections filed with respect to the Bid Procedures Motion.

4. A redline of the Revised Proposed Order marked against the Initial Proposed Order is attached hereto as Exhibit B.

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Dated: October 11, 2022
Houston, Texas

/s/ James T. Grogan III

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Proposed Counsel to the Debtors and Debtors in Possession